

UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS

SAVINGS BANKS EMPLOYEES)	
RETIREMENT ASSOCIATION,)	
)	
Plaintiff,)	
)	
v.)	CIVIL ACTION NO. 04-11545-EFH
)	
EAST BOSTON SAVINGS BANK;)	
BELMONT SAVINGS BANK; CAPE)	
COD FIVE CENTS SAVINGS BANK;)	
BRIDGEWATER SAVINGS BANK;)	
SOUTH SHORE SAVINGS BANK; and)	
WORONOCO SAVINGS BANK,)	
)	
Defendants.)	

**SAVINGS BANK EMPLOYEES RETIREMENT ASSOCIATION'S
MOTION TO FOR LEAVE TO FILE AMENDED COMPLAINT**

Plaintiff Savings Bank Employees Retirement Association ("SBERA") hereby requests leave pursuant to Fed. R. Civ. P. 15(a) to file an Amended Complaint. A proposed Amended Complaint is attached hereto as Exhibit A. SBERA seeks to amend its Complaint to supplement the allegations concerning additional monies owed SBERA by defendant South Shore Savings Bank as successor in interest to Horizon Bank & Trust.

SBERA seeks to amend at this time because the factual basis for this amendment (South Shore Savings Bank's acquisition of Horizon Bank & Trust and subsequent withdrawal of its retirement plan from SBERA) occurred after the initiation of this lawsuit.

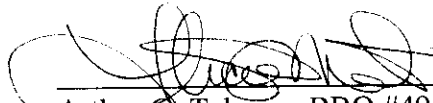
The interests of judicial economy will be served by allowing these closely related claims and issues to be resolved in the same proceeding. SBERA has not previously amended its claims in the Complaint.

SBERA also seeks to amend its Complaint to reflect the voluntary dismissal of the action against defendants Belmont Savings Bank and Bridgewater Savings Bank.

WHEREFORE, SBERA respectfully request that this Court grant it leave to amend its Complaint in the form attached hereto at Exhibit A.

**SAVINGS BANKS EMPLOYEES
RETIREMENT ASSOCIATION,**

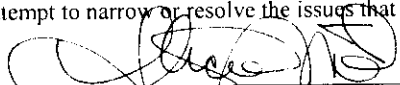
By its attorneys,


Arthur G. Telegen, BBO #494140
Alicia Alonso Matos, BBO #651154
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Seaport World Trade Center West
155 Seaport Boulevard
Boston, MA 02210
(617) 832-1000

Dated: January 4, 2005

CERTIFICATE OF COMPLIANCE WITH LOCAL RULE 7.1

I hereby certify, pursuant to Local Rule 7.1, that counsel for Plaintiff conferred with counsel for Defendants by telephone on December 28, 2004 in an attempt to narrow or resolve the issues that are the subject of this motion.


Alicia Alonso Matos

CERTIFICATE OF SERVICE

I hereby certify that a true copy of the above document
was served upon the attorney of record for each other
party by mail on January 4, 2005

